BANK OF NEW YORK

NEW YORK'S FIRST BANK - FOUNDED 1784 BY ALEXANDER HAMILTON

15 15496-A

0-075A010

ONE WALL STREET, NEW YORK, N. Y. 10286

NEIL STEWART VICE PRESIDENT

March 14, 1990

MAR 1 6 1990 -12 30 PM

INTERSTATE COMMERCE COMMISSION

Ms. Noretta McGee Interstate Commerce Commission 12th & Constitution Avenue, N.W. Room 2303 Washington, D.C.

Re: Partial Release

Dear Ms. McGee:

Please record a release solely of the collateral described on attached Exhibit A subject to any security interest granted to The Bank of New York (formerly, Irving Trust Company) ("Bank of New York") pursuant to (i) the Security Agreement (Equipment Mortgage and Assignment of Leases) dated as of October 11, 1987 between Wisconsin Central Ltd. and Bank of New York (recordation no. 15337; recorded on October 20, 1987); (ii) the Security Agreement (Equipment Mortgage and Assignment of Leases) dated January 11, 1988 between WCL Railcars, Inc. and Bank of New York (recordation no. 15496; recorded on February 4, 1988); (iii) the Amended and Restated Security Agreement (Equipment Mortgage and Assignment of Leases) dated as of August 9, 1989 by and between Bank of New York and Wisconsin Central Ltd. (recordation no 15337-A; recorded on August 15, 1989); and (vi) the Security Agreement (Equipment Mortgage and Assignment of Leases) dated as of October 11, 1987 between Bank of New York and WCL Railcars, Inc. (recordation no. 15336; recorded on October 20, 1987) (the "Agreements"). The Bank of New York's security interest in and to the collateral under the Agreements other than that described on attached Exhibit A remains intact and is unaffected by this partial release.

Once this partial release is recorded, please send a stamped copy of this release to Debora J. Choate, Esq., McLachlan and Rissman, 6 West Hubbard Street, Suite 500, Chicago, Illinois 60610.

Your assistance is most appreciated.

Sincerely,

The Bank of New York

(formerly, Irving Trust Company)

<u>ACKNOWLEDGMENT</u>

| State of New York) |
|--|
| County of hy) SS. |
| On this _/ day of March, 1990, before me, personally |
| appeared Meil Stewark, known to me to be the person |
| described in and who executed the foregoing instrument and he |
| acknowledged that he executed the same as his free act and deed. |
| |
| Notary Public |
| ANGELICA SUAREZ Notary Public, State of New York No. 31-4961813 Cuelified in New York County Commission Expires Jan. 5, 1922 |
| My commission expires: <u>Qanuary 5, 1992</u> |

EXHIBIT A

SDL 39'S WC 582 WC 583 WC 584 WC 585 WC 586 WC 587 WC 588 WC 589 WC 590 SW 1200'S 1232, Formerly WC 1278 WC 1235, Formerly WC 2260 WC 1236, Formerly WC 2236 1237, Formerly WC 2287 SW 1500'S 1550, Formerly WC 2487 1551, Formerly WC 2505 1553, Formerly WC 2578 1554, Formerly WC 2594 WC WC WC WC 1555, Formerly WC 2640 1556, Formerly WC 2652 1557, Formerly WC 2665 WC

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